
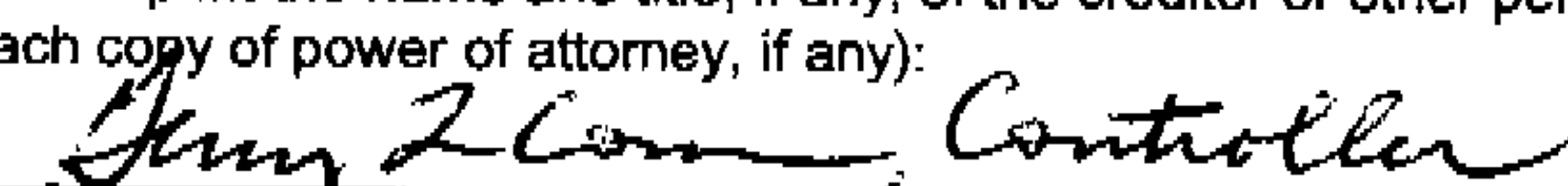


<b>United States Bankruptcy Court</b> <b>61288, Houston TX 77208</b>		<b>SOUTHERN DISTRICT OF TEXAS P.O.Box</b> <b>(Houston Division)</b>		<b>PROOF OF CLAIM</b>	
Name of Debtors <input checked="" type="checkbox"/> <b>X Stage Stores, Inc., a Delaware corporation</b> <input type="checkbox"/> <b>Specialty Retailers, Inc., a Texas corporation</b> <input type="checkbox"/> <b>Specialty Retailers, Inc. (NV), a Nevada corporation</b>  <small>*place an "x" beside the name of the Debtor you are filing a claim against</small>		Case Number 00-35078-H2-11 00-35079-H2-11 00-35080-H2-11		788-60047 Creditor ID#: <b>57-0716497</b>	
Name of Creditor (The person or other entity to whom the debtor owes money or property):  Teleco, Inc.		<input type="checkbox"/> <b>Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.</b>		United States District Court Southern District of Texas FILED <b>JUN 29 2000</b> Michael N. Milby, Clerk	
Name and address where notices should be sent: *****AUTO**3-DIGIT 303 Teleco, Inc. PO Box 530111 Dept.S-003 Atlanta GA 30353-0111  		<input type="checkbox"/> <b>Check box if you have never received any notices from the bankruptcy court in this case</b>			
<input type="checkbox"/> <b>Check box if the address differs from the address on the envelope sent to you by the court.</b>					
Account or other number by which creditor identifies debtor:  NA-207		<input type="checkbox"/> <b>Check here if this claim</b> <input type="checkbox"/> <b>replaces</b> <input type="checkbox"/> <b>amends</b> <input type="checkbox"/> <b>a previously filed claim, dated: _____</b>			
<b>1. Basis for Claim</b> <input checked="" type="checkbox"/> Goods sold <input checked="" type="checkbox"/> Services performed <input type="checkbox"/> Money loaned <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Taxes <input type="checkbox"/> Other _____		<input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a) <input type="checkbox"/> Wages, salaries, and compensation (Fill out below) Your SS#: _____ Unpaid compensation for services performed from _____ (date) to _____ (date)			
<b>2. Date debt was incurred:</b> 4/10/2000		<b>3. If court judgment, date obtained:</b>			
<b>4. Total Amount of Claim at Time Case Filed:</b> \$ <u>6,362.92</u> If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below. <input type="checkbox"/> <b>Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.</b>					
<b>5. Secured Claim.</b> <input type="checkbox"/> <b>Check this box if your claim is secured by collateral (including a right of setoff).</b>  Brief Description of Collateral: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other All personal and intangible property of Debtor's Estate  Value of Collateral: \$ _____  Amount of arrearage and other charges at time case filed included in secured claim, if any \$ _____			<b>6. Unsecured Priority Claim.</b> <input type="checkbox"/> <b>Check this box if you have an unsecured priority claim</b> Amount entitled to priority \$ _____ Specify the priority of the claim: <input type="checkbox"/> Wages, salaries, or commissions (up to \$4,300),* earned within 90 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(3) <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(4). <input type="checkbox"/> Up to \$1,950* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(6). <input type="checkbox"/> Alimony, maintenance, or support owed to a spouse, former spouse, or child - 11 U.S.C. § 507(a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8). <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a-____). <small>*Amounts are subject to adjustment on 4/1/98 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.</small>		
<b>7. Credits:</b> The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.			This Space Is for Court Use Only		
<b>8. Supporting Documents:</b> Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.			<div style="text-align: center; font-size: 2em; font-weight: bold;">534</div>		
<b>9. Date-Stamped Copy:</b> To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.					
Date 6/27/2000	Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any):  <b>Gerry Corn, Controller</b> <small>Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.</small>				





430 Woodruff Road, Suite 300  
Greenville, SC 29607-3462  
(864) 297-4400

# Statement

As of : 06/26/2000

Remit Payment To:

**TELECO, Inc.**  
P.O. Box 530111  
Dept. S-003  
Atlanta, GA 30353-0111

Stage Stores Corporate  
726 Meverland Plaza

Houston, TX  
77025

Customer: NA-207

Terms: 60 Days

Date	Document	Due Date	P.O. Number	Description	Amount
04/10/2000	INV0720599	06/9/2000	1969	Invoice	\$90.00
04/12/2000	CRM0803172			Credit memo	(\$70.89)
				<b>Invoice/Credit Balance:</b>	<b>\$19.11</b>
04/10/2000	INV0720660	06/9/2000	2336	Invoice	\$90.00
				<b>Invoice/Credit Balance:</b>	<b>\$90.00</b>
04/13/2000	INV0721037	06/12/2000	45585	Invoice	\$59.54
				<b>Invoice/Credit Balance:</b>	<b>\$59.54</b>
04/17/2000	INV0721251	06/16/2000	2409	Invoice	\$204.80
				<b>Invoice/Credit Balance:</b>	<b>\$204.80</b>
04/18/2000	INV0721418	06/17/2000	2382	Invoice	\$194.85
				<b>Invoice/Credit Balance:</b>	<b>\$194.85</b>
04/18/2000	INV0721422	06/17/2000	2475	Invoice	\$90.00
				<b>Invoice/Credit Balance:</b>	<b>\$90.00</b>
04/18/2000	INV0721430	06/17/2000	44948	Invoice	\$378.96
				<b>Invoice/Credit Balance:</b>	<b>\$378.96</b>
04/25/2000	INV0722001	06/24/2000	2433	Invoice	\$292.28
				<b>Invoice/Credit Balance:</b>	<b>\$292.28</b>
04/25/2000	INV0722003	06/24/2000	2454	Invoice	\$262.35
				<b>Invoice/Credit Balance:</b>	<b>\$262.35</b>
04/27/2000	INV0722254	06/26/2000	2513	Invoice	\$55.00
				<b>Invoice/Credit Balance:</b>	<b>\$55.00</b>
04/27/2000	INV0722270	06/26/2000	43875	Invoice	\$97.43
				<b>Invoice/Credit Balance:</b>	<b>\$97.43</b>
04/27/2000	INV0722300	06/26/2000	2434	Invoice	\$194.85
				<b>Invoice/Credit Balance:</b>	<b>\$194.85</b>
04/28/2000	INV0722303	06/27/2000	2520	Invoice	\$292.28
				<b>Invoice/Credit Balance:</b>	<b>\$292.28</b>
04/28/2000	INV0722417	06/27/2000	44901	Invoice	\$255.00
				<b>Invoice/Credit Balance:</b>	<b>\$255.00</b>

**Monthly Finance Charge of 1.5% Will Be Added To Past Due Invoices**



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Houston, TX  
77025

Customer: NA-207

Terms: 60 Days

Date	Document	Due Date	P.O. Number	Description	Amount
04/28/2000	INV0722418	06/27/2000	2402	Invoice	\$287.89
				<b>Invoice/Credit Balance:</b>	<b>\$287.89</b>
04/28/2000	INV0722419	06/27/2000	44929	Invoice	\$90.00
				<b>Invoice/Credit Balance:</b>	<b>\$90.00</b>
04/27/2000	INV0722430	06/26/2000	29981	Invoice	\$748.75
				<b>Invoice/Credit Balance:</b>	<b>\$748.75</b>
05/1/2000	INV0722529	06/30/2000	2507	Invoice	\$90.00
				<b>Invoice/Credit Balance:</b>	<b>\$90.00</b>
05/1/2000	INV0722534	06/30/2000	2504	Invoice	\$194.85
				<b>Invoice/Credit Balance:</b>	<b>\$194.85</b>
05/4/2000	INV0722799	07/3/2000	45234	Invoice	\$270.00
				<b>Invoice/Credit Balance:</b>	<b>\$270.00</b>
05/8/2000	INV0722951	07/7/2000	2340	Invoice	\$182.70
				<b>Invoice/Credit Balance:</b>	<b>\$182.70</b>
05/10/2000	INV0723196	07/9/2000	2509	Invoice	\$180.00
				<b>Invoice/Credit Balance:</b>	<b>\$180.00</b>
05/10/2000	INV0723199	07/9/2000	2576	Invoice	\$9.53
				<b>Invoice/Credit Balance:</b>	<b>\$9.53</b>
05/11/2000	INV0723236	07/10/2000	Tammy/45068	Invoice	\$134.69
				<b>Invoice/Credit Balance:</b>	<b>\$134.69</b>
05/30/2000	INV0723377	07/29/2000	46244AR	Invoice	\$38.97
				<b>Invoice/Credit Balance:</b>	<b>\$38.97</b>
05/12/2000	INV0723384	07/11/2000	2533	Invoice	\$180.00
				<b>Invoice/Credit Balance:</b>	<b>\$180.00</b>
05/18/2000	INV0723774	07/17/2000	2575	Invoice	\$146.14
				<b>Invoice/Credit Balance:</b>	<b>\$146.14</b>
05/19/2000	INV0723872	07/18/2000	46327	Invoice	\$145.47
				<b>Invoice/Credit Balance:</b>	<b>\$145.47</b>
05/23/2000	INV0724129	07/22/2000	2505	Invoice	\$193.95

**Monthly Finance Charge of 1.5% Will Be Added To Past Due Invoices**





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Stage Stores Corporate  
726 Meverland Plaza

Houston, TX  
77025

Customer: NA-207

Terms: 60 Days

Date	Document	Due Date	P.O. Number	Description	Amount
				Invoice/Credit Balance:	\$193.95
05/23/2000	INV0724131	07/22/2000	2397	Invoice	\$194.85
				Invoice/Credit Balance:	\$194.85
05/24/2000	INV0724202	07/23/2000	2407	Invoice	\$194.85
				Invoice/Credit Balance:	\$194.85
05/31/2000	INV0724593	07/30/2000	2511	Invoice	\$55.00
				Invoice/Credit Balance:	\$55.00
05/31/2000	INV0724594	07/30/2000	2620	Invoice	\$55.00
				Invoice/Credit Balance:	\$55.00
05/31/2000	INV0724642	07/30/2000	2592	Invoice	\$303.83
				Invoice/Credit Balance:	\$303.83
05/31/2000	INV0724643	07/30/2000	2641	Invoice	\$90.00
				Invoice/Credit Balance:	\$90.00
05/31/2000	INV0724650	07/30/2000	46341	Invoice	\$90.00
				Invoice/Credit Balance:	\$90.00
Statement Balance:					\$6,362.92

*Monthly Finance Charge of 1.5% Will Be Added To Past Due Invoices*